

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re
DELPHI CORPORATION, et al.,
Debtors.

Chapter 11
Case No. 05-44481 (RDD)
(Jointly Administered)

:
----- x

**BASF CORPORATION'S RESPONSE TO
DEBTORS' NINTH OMNIBUS OBJECTION (SUBSTANTIVE)**

BASF Corporation ("BASF"), in response to the Debtors' ninth omnibus objection (the "Objection") to claims, states:

1. This Court has established July 31, 2006 as the last date for creditors to file proofs of claim (the "Bar Date").

2. Well before the Bar Date, on or about January 17, 2006, BASF filed proof of claim number 1564. BASF subsequently amended claim number 1564 by filing claim number 5944 on June 16, 2006, also before the Bar Date. On August 14, 2006, after the Bar Date, BASF filed two subsequent amendments—claim numbers 16199 and 16200. See claim summaries, attached as Exhibit A.¹

3. The Debtors successfully objected to claim numbers 1564, 5944 and 16199 in the Debtors' second and fourth omnibus claims' objections, asserting that each of these claims were duplicate or superceded claims.

4. BASF did not respond to Delphi's second and fourth omnibus claims objections because BASF agreed that claim numbers 1564, 5944 and 16199 were superceded by claim number 16200.

5. The Debtors now object to object to claim number 16200 asserting that it was not timely filed.

¹ Each of the claim summaries are printed from a website maintained by Delphi's claims agent, and were obtained from delphidocket.com.
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6. Contrary to the Debtors' current position, claim number 16200 is, in fact, an amendment to a timely filed claim, as shown by Delphi's own previous objections to claim numbers 1564 and 5944, both of which claims were timely filed, but superceded by claim number 16200.

7. Because claim number 16200 is an amendment to a timely filed claim, the claim should not be disallowed as untimely. See e.g. In re McLean Indus. Inc., 121 B.R. 704, 708 (stating that "if an amendment does not seek recovery on any new or different claim, amendment will be liberally granted absent overriding equitable concerns.").

8. The facts of this case especially militate in favor of allowing claim number 16200 as an amendment, as the Debtors have already expunged the timely filed claim numbers 1564 and 5944 on the basis that they were amended by claim number 16200. By successfully objecting to claim numbers 1564 and 5944, the Debtors explicitly recognized that these claims had been amended by claim number 16200.

Wherefore, BASF Corporation respectfully requests that this Honorable Court deny the Debtors' Ninth Omnibus Objections to Claims as to the relief requested against BASF Corporation.

Respectfully submitted:

SCHAFFER AND WEINER, PLLC

By: /s/ Ryan D. Heilman
RYAN D. HEILMAN (P63952)
Counsel for BASF Corporation
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Bloomfield Hills, MI 48304
(248) 540-3340
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Dated: March 15, 2007

Creditor Data for Claim Number 1564

Creditor Name: BASF Corporation Creditor Notice Name: Mrs D Watson 3 021	Date Claim Filed: 1/17/2006 Delphi Claim #: 1564 Court Claim #: 1564 Amend/Replace? No						
Debtor Name: Delphi Corporation Case Number: 05-44481							
Claim Nature: Secured Amount of Claim: Expunged Schedule: Schedule Amt:	Creditor Info Altered? N Objection Filed? Y Basis: Duplicate or Superceded Total Amount: \$0.00 Objection History <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">Basis</th> <th style="width: 15%;">Status</th> <th style="width: 65%;">Notes</th> </tr> </thead> <tbody> <tr> <td>Duplicate or Superceded</td> <td>Resolved</td> <td>Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging (I) Equity Claims, (II) Claims Duplicative of Consolidated Trustee or Agent Claims, and (III) Duplicate and Amended Claims Identified in Second Omnibus Claims Objection ("Second Omnibus Claims Objection Order") (Exhibit C – Duplicate and Amended)</td> </tr> </tbody> </table>	Basis	Status	Notes	Duplicate or Superceded	Resolved	Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging (I) Equity Claims, (II) Claims Duplicative of Consolidated Trustee or Agent Claims, and (III) Duplicate and Amended Claims Identified in Second Omnibus Claims Objection ("Second Omnibus Claims Objection Order") (Exhibit C – Duplicate and Amended)
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EXHIBIT A

Creditor Data for Claim Number 5944

Creditor Name: Basf Corporation Creditor Notice Name:	Date Claim Filed: 5/16/2006 Delphi Claim #: 5944 Court Claim #: 5944 Amend/Replace? Amend A/R Date: 1/6/2006 Claim # Amended/Replaced: Date Filed:							
Debtor Name: Delphi Corporation Case Number: 05-44481								
Claim Nature: General Unsecured Amount of Claim: Expunged	Creditor Info Altered? N Objection Filed? Y Basis: Duplicate or Superseded Total Amount: \$0.00 Objection History							
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Schedule: Schedule Amt:								

Creditor Data for Claim Number 16199

Creditor Name: Basf Corporation Creditor Notice Name:	Date Claim Filed: 8/14/2006 Delphi Claim #: 16199 Court Claim #: 16199 Amend/Replace? Amend A/R Date: 5/16/2006 Claim # Amended/Replaced: Date Filed:						
Debtor Name: Delphi Corporation Case Number: 05-44481							
Claim Nature: General Unsecured Amount of Claim: Expunged	Creditor Info Altered? N Objection Filed? Y Basis: Duplicate or Superseded Total Amount: \$0.00 Objection History <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">Basis</th> <th style="width: 15%;">Status</th> <th style="width: 65%;">Notes</th> </tr> </thead> <tbody> <tr> <td>Duplicate or Superseded</td> <td>Resolved</td> <td>Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging (I) Equity Claims, (II) Claims Duplicative of Consolidated Trustee or Agent Claims, and (III) Duplicate and Amended Claims Identified in Second Omnibus Claims Objection ("Second Omnibus Claims Objection Order") (Exhibit C – Duplicate and Amended)</td> </tr> </tbody> </table>	Basis	Status	Notes	Duplicate or Superseded	Resolved	Order Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 Disallowing and Expunging (I) Equity Claims, (II) Claims Duplicative of Consolidated Trustee or Agent Claims, and (III) Duplicate and Amended Claims Identified in Second Omnibus Claims Objection ("Second Omnibus Claims Objection Order") (Exhibit C – Duplicate and Amended)
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Schedule: Schedule Amt:							

Creditor Data for Claim Number 16200

Creditor Name: Basf Corporation Creditor Notice Name:	Date Claim Filed: 8/14/2006 Delphi Claim #: 16200 Court Claim #: 16200 Amend/Replace? Amend A/R Date: 6/15/2006 Claim # Amended/Replaced: Date Filed:						
Debtor Name: Delphi Automotive Systems LLC Case Number: 05-44640							
Claim Nature: General Unsecured Amount of Claim: \$1,015,234.23	Creditor Info Altered? N Objection Filed? Y Basis: Late Filed Total Amount: \$1,015,234.23 Objection History						
Schedule: Schedule Amt:	<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 50%;">Basis</th> <th style="width: 30%;">Status</th> <th style="width: 20%;">Notes</th> </tr> </thead> <tbody> <tr> <td>Late Filed Claims</td> <td>Not resolved yet</td> <td></td> </tr> </tbody> </table>	Basis	Status	Notes	Late Filed Claims	Not resolved yet	
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